Information Industry Liaison Committee

Section II

By-Laws

(Revised February 1995)

INFORMATION INDUSTRY LIAISON COMMITTEE
BY-LAWS
(Revised February 1995)

THE INFORMATION INDUSTRY LIAISON COMMITTEE
BY-LAWS
(Revised February 1995)

SECTION I
NAME

The name of this Committee shall be the Information Industry Liaison Committee (IILC). It is sponsored by the <u>Alliance for Telecommunications Industry Solutions, Inc. (ATIS)</u>.

SECTION II
MISSION, GOALS, SCOPE AND STRUCTURE

2.1 MISSION

The mission of the IILC is to serve as an interindustry mechanism for the discussion and voluntary resolution of industry-wide concerns related to Open Network Architecture (ONA) and/or local network interactivity.

2.2 GOALS

The IILC has been established to facilitate the exchange of information on network capabilities related to ONA and/or local network interactivity. It seeks to develop timely, industry based solutions through broad based industry wide participation, and to be an information resource for the industry.

2.3 SCOPE

All matters presented to the IILC will be addressed. However, only those that are ONA-related or deal with local network interactivity, and are industry-wide in scope will be substantively discussed by the IILC. All discussions and activities shall be consistent with antitrust laws.

2.4 STRUCTURE

The IILC shall consist of: (1) the IILC, (2) the Interindustry Advisory Group (IAG), and (3) Task Groups as deemed appropriate. See Section IV for the responsibilities of each.

SECTION III
ORGANIZATION AND PARTICIPATION

3.1 THE INFORMATION INDUSTRY LIAISON COMMITTEE (IILC)

The function of the IILC is to provide a liaison among all parties with an interest in issues related to Open Network Architecture (ONA) services and/or local network interactivity. The IILC is open to any party with an interest in IILC issues, processes and activities. Participants may include: exchange carriers, interexchange carriers, enhanced service providers, end users, equipment and software manufacturers, trade associations, state and federal government agencies, competitive access providers, cable operators, personal communications service providers, and other companies or groups that have an interest in the information/telecommunications industry. Because of the IILC responsibilities and the nature of the decisions to be made in the IILC (see Section IV), participation in the full IILC generally will consist of management-level representatives from these various interest groups.

3.2 THE TASK GROUPS

The Task Groups generally shall consist of subject matter experts from the various interest groups represented at the IILC.

3.3 THE INTERINDUSTRY ADVISORY GROUP (IAG)

The Interindustry Advisory Group (IAG) shall be representative of the IILC. It shall consist of nine representatives. Four representatives shall be from the Local Exchange Carrier (LEC) industry. The remaining five members shall be selected from among the Non-LEC participating industry groups. Alternate representatives shall also be selected, with four from among the LECs and five from the Non-LEC participating industry groups. LECs as a group will select their representatives and alternates. Non-LECs as a group will select their representatives and alternates. Each representative and alternate shall serve a minimum term of one year but no more than three consecutive one-year terms. In the event that an IAG representative cannot attend a meeting or complete the minimum term, the alternate will act as the representative. However, alternate representatives need not attend each meeting. In addition, for purposes of representation on the IAG, any entity affiliated with a LEC shall be represented by the exchange carrier interest group. Further, no two entities under common control shall have more than one representative or alternate on the IAG. All meetings of the IAG are open to interested parties. Special invitations shall be extended to those IILC participants who may have a particular interest in a matter of an issue on the IAG agenda.

3.4 THE SECRETARIAT

The professional staff of the ATIS shall act as the Secretariat and provide support for the IILC and the IAG. ATIS staff will also provide support to the Task Group(s). The Secretariat shall report to the IAG.

SECTION IV
RESPONSIBILITIES OF THE IILC, THE IAG
AND THE TASK GROUPS

4.1 IILC RESPONSIBILITIES

The full IILC shall be responsible for:

(1) Providing a forum which promotes an open exchange of information, and the timely identification, discussion, and consensus resolution of industry-wide issues concerning ONA and/or local network interactivity;

(2) Approving these By-Laws and approving any amendments thereto;

(3) Ensuring the availability of appropriate Task Groups, including their establishment and dissolution;

(4) Referring matters to existing Task Groups as appropriate;

(5) Monitoring the work and the progress of the associated Task Groups, including final review and approval of all Task Group(s') output, findings, recommendations, and resolutions;

(6) Delegating various responsibilities to the IAG, such as the review of Task Group findings, recommendations, and resolutions, in those instances where consensus on an issue cannot be reached by a Task Group and where Interindustry Advisory Group review of the issue would be appropriate; and,

(7) Reviewing the recommendations of the IAG, including recommendations as they pertain to:

    (a) Task Group output and findings, recommendations, and resolutions; and

    (b) IAG recommendations on those issues which did not reach consensus resolution at the Task Group level.

(8) IILC participants who believe they have been or will be adversely affected by a procedural or substantive action or inaction by the IAG shall have the right to appeal such action or inaction to the full IILC.

4.2 TASK GROUP RESPONSIBILITIES

Each Task Group shall be responsible for:

(1) Developing consensus findings, recommendations, and resolutions to those issues assigned by the full IILC or to those issues directly raised by participants on the Task Group;

(2) Ensuring compliance with the operating and administrative procedures of the IILC;

(3) Reporting to the full IILC as to all activities, findings, recommendations, and resolutions, and;

(4) Establishing subcommittees as necessary.

4.3 INTERINDUSTRY ADVISORY GROUP (IAG) RESPONSIBILITIES

The IAG shall be responsible for:

(1) Reviewing IILC processes and activities and making recommendations on them to the full IILC;

(2) Performing and supervising the administrative and logistical functions of the IILC, such as establishing meeting dates, locations, agendas, and distributing information;

(3) Overseeing presentation of IILC issues by IAG Co-chairs acting as co-moderators, and determining when consensus has been reached;

(4) Designating its own Co-Chairpersons, with one selected by the LEC industry and one selected by the remaining Non-LEC industry groups. The Co-Chairpersons shall be subject to approval by the full IILC;

(5) Monitoring progress of issues being worked in Task Groups, and taking a proactive role in assuring that issues are discussed and worked in an open and thorough manner consistent with the needs of IILC participants. The IAG makes recommendations to Task Groups or the full IILC as appropriate;

(6) Reviewing Task Group findings and recommendations for adherence to IILC procedures and principles, procedural fairness, matching with suggested resolution or output in the issue statement, and adherence to IILC documentation standards;

(7) Reviewing recommendations of the Task Groups, on its own initiative or by referral from the full IILC, in those instances where consensus cannot be reached on an issue, including review of the Task Group record on the issue, compilation of a report, and development of alternative recommendations for disposition of the issue by the full IILC;

(8) Making preliminary disposition of items which may arise between IILC meetings and which because of the time frame and the urgency of the item, require review prior to

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the next IILC meeting. Any items of this nature will be reviewed at the next full IILC meeting;

(9)   Developing Ad Hoc Task Forces when it is deemed both appropriate and necessary by the IAG, in order to address discrete issues outside the scope of the Task Groups. The full IILC shall be notified when an Ad Hoc Task Force is used to address an issue;

(10)   Reviewing and approving the IILC meeting minutes prepared by the Secretary, including recommendations for revision and ensuring that dissents are appropriately and properly presented;

(11)   Ensuring compliance with these By-Laws including recommendations to the full IILC for action when such compliance has not occurred;

(12)   Reviewing appeals by IILC participants who believe they have been or will be adversely affected by a procedural or substantive action or inaction and recommend action to the full IILC.

4.4   SECRETARY RESPONSIBILITIES

ATIS, as the Secretariat of the IILC, shall provide a Secretary to the organization whose duties and responsibilities shall include:

(1)   Providing secretarial and support services for the IILC, the IAG, and support services for the Task Groups, as necessary, including clerical services, meeting arrangements, preparation and distribution of meeting notices, agendas, minutes, reports, and maintenance of adequate records as supervised by the IAG and/or directed by the full IILC;

(2)   Tracking and reporting the status of all issues before the full IILC and its subtending committees; and

(3)   Performing other functions as supervised by the IAG and/or directed by the full IILC.

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SECTION V
OFFICERS

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5.1   IILC CHAIRPERSON

(1)   The officer of the IILC shall be a Chairperson elected by the ATIS-member participants of the IILC and confirmed by the ATIS Board of Directors.

(2)   The Chairperson of the IILC shall be a representative from a member of ATIS, Inc.

(3) The Chairperson shall preside at all meetings of the IILC. In the Chairperson's absence, the Chairperson shall designate a representative to perform the duties of the Chairperson.

(4) The Chairperson shall serve a minimum term of one year and may, upon approval of the ATIS Board of Directors, serve up to three consecutive one-year terms.

5.2   THE IAG CO-CHAIRPERSONS

(1) The IAG shall be chaired by Co-Chairpersons, one selected by the LEC industry and one selected by the Non-LEC industry.

(2) The Co-Chairpersons shall preside at all meetings of the IAG, and serve as co-moderators of the issues discussions at the IILC meetings.

(3) The Co-Chairpersons shall serve a minimum term of one year but no more than three consecutive one-year terms.

(4) The Co-Chairpersons shall review and sign all meeting minutes prepared by the Secretary for the Interindustry Advisory Group

SECTION VI
THE IILC, THE IAG, AND THE TASK GROUPS
OPERATING AND ADMINISTRATIVE PROCEDURES

6.1   CHANNELS FOR ISSUE INTRODUCTION AND DISCUSSION

(1) The first channel for addressing any matter is one-on-one discussion between the affected parties.

(2) The second channel for addressing matters is submission to the IAG and/or the full IILC.

(3) Routine matters or issues clearly within the scope of a Task Group's mission may be submitted directly to a Task Group.

(4) All issues will be reported to and tracked by the IAG.

6.2   CONSENSUS RESOLUTION

(1) Consensus is established when substantial agreement has been reached by directly and materially affected interest categories. Substantial agreement means more than a simple majority, but not necessarily unanimity. Consensus requires that all views and objections be considered, and that a concerted effort be made toward their resolution.

Under some circumstances, consensus is achieved when the minority no longer wishes to articulate its objections. In other cases, the opinion of the minority may, upon request, be recorded with the substantial agreement (consensus) of the majority.

(2)   Recommendations of all participants will be considered carefully and in good faith in seeking and in reaching consensus recommendations and resolutions.

(3)   In ascertaining whether consensus has been reached, it is the responsibility of those individual(s) moderating the discussions (the Co-Chairpersons of the IAG and/or the Co-leaders of the Task Group(s)) to ensure that the consensus is a fair representation of the various industry groups participating in the discussion and resolution process.

(4)   Consensus resolutions are not binding. IILC consensus signifies that the IILC has systematically reviewed an issue, sought to address it in a professional manner that meets the needs of the originator, and has reached substantial agreement on findings, recommendations, technical descriptions of possible services, etc. (e.g., a finding and/or recommendation for a service request that has received IILC consensus provides participants with documentation that can be used in the public domain or in interaction with individual companies or entities). Implementation of IILC findings and/or recommendations is left up to individual participants, companies and entities. IILC findings and recommendations may include suggestions as to how participants, companies or entities may implement those findings and recommendations.

6.3   MEETING MINUTES

(1)   Minutes of the IILC and the IAG (and the Task Groups when such minutes are taken) will be published and made available to all interested parties. Copies may be obtained by contacting the Secretary and requesting that the requestor's name be placed on the appropriate mailing lists.

(2)   Dissenting comments will be included in meeting minutes. Written dissents will be attached to all meeting minutes.

(3)   Minutes of the IILC meetings will not be published as final until the IAG has reviewed the meeting minutes for compliance with established IILC procedures, and has ensured that dissenting comments are appropriately and properly presented. Minutes of the Task Group meetings when such minutes are taken are not to be considered final positions of the IILC.

(4)   Minutes of the IAG will not be published until the Co-Moderators have reviewed and signed the meeting minutes. The IAG Co-Chairpersons, and the Task Group Co-leaders shall ensure that dissenting comments are appropriately and properly presented.

(5)   The IAG shall be responsible for developing a process for preparation, review, and approval of the meeting minutes.

6.4   MEETINGS

(1)   The IILC, the IAG, and the Task Group meetings will be open to all interested parties.

(2)   Meeting dates of the IILC will be set by the IAG. The IAG and the Task Groups will establish meeting dates as they deem necessary. All meeting dates are reviewed and coordinated at the IILC meetings.

(3)   Except in unusual circumstances, there shall be 30 calendar days advance notice of all IILC meetings. The agenda for all meetings shall be sent at least three weeks in advance. In cases of emergency, shorter advance notice may be given. Action shall be taken at the meeting only with respect to items which may have been placed on the agenda.

(4)   At the end of each IILC, or IAG meeting, there will be an opportunity to introduce agenda items for the next meeting. Parties unable to attend a particular meeting may present proposed agenda items in writing to the Chairpersons or Co-Moderators for inclusion in this process.

(5)   The cost of the IILC, the IAG, and the Task Group meetings will be borne on a voluntary basis by IILC participants.

(6)   In order to encourage maximum participation and in order to avoid inhibiting the interchange of ideas, voice recording devices are not permitted at the IILC meetings, the IAG meetings, or the Task Group meetings.

6.5   TRACKING ISSUES

A system to track issues shall be devised so that all interested parties, whether or not in attendance at a full IILC meeting, an IAG meeting, or a Task Group meeting shall be able to ascertain the status of issues before any of the committees. When issues have been assigned to a Task Group or accepted by a Task Group, the issue shall be appropriately framed and assigned an issue tracking number.

6.6   IILC POSITIONS

IILC participants should recognize that only those positions adopted by the full IILC pursuant to these By-Laws shall be considered resolved. Correspondence and other external communications of IILC positions and resolutions shall be limited to matters upon which the IILC has reached consensus, as reflected in duly prepared and approved minutes. Such correspondence shall be originated only by the IILC Chairperson. Copies of such correspondence shall be presented to the full IILC

6.7   BY-LAWS AMENDMENTS

Any participant in the IILC may propose amendments to the IILC By-Laws. Proposed revisions will first be presented to the full IILC. The IAG shall have the opportunity to make its recommendations thereon. The IAG By-Laws recommendations shall be presented to the full IILC for approval. Thirty (30) days advance notice must be given of all IILC meetings which consider proposed By-Laws amendments and shall include a description of the proposed By-Laws amendment

Information Industry Liaison Committee

Section III

IILC Administrative Procedures

Each meeting of the IILC, IAG, and Task Groups is sponsored by a participating company host. Hosting a meeting is entirely voluntary, nonetheless it is expected that a company will do its fair share and periodically volunteer to host or co-host.

Hosting Responsibilities for IILC, IAG and Task Group Meetings

These guidelines are intended to help ensure that IILC events are held in an environment supportive of its mission and under circumstances conducive to the IILC process and to minimize the burden to hosting companies of the time and cost associated with sponsoring an IILC meeting, activity or event.

Meeting hosts, whether a single company or several, have the option of making the arrangements themselves or asking that ATIS make the arrangements on their behalf. If the option is that ATIS make the arrangements, ATIS will reserve the necessary hotel accommodations and meeting rooms, work with the hosting company(ies) to select a continental breakfast and refreshments at meeting breaks, confirm the number of the expected attendees, and send the hosting company(ies) a contract for approval and signature.

The following gives requirements for the specific committee meeting:

1. Information Industry Liaison Committee (IILC)
    Meetings

    -   A block of sleeping rooms must be reserved for the expected number of attendees for the evening prior

1. <u>Information Industry Liaison Committee (IILC)</u>
    <u>Meetings</u> (cont'd.)

    to the meeting and the evening(s) of the day(s) of
    the meeting.
    -   The block of rooms must be reserved under the
        meeting name and host(s), i.e. IILC/Company(ies).
    -   A deadline for reservations must be established
        (usually a "cut-off" date determined by the hotel).
    -   The host may provide a reception the evening before
        or the evening of the first day of the IILC meeting.
    -   The host(s) must obtain a main meeting room as
        well as meeting rooms for those task groups which
        wish to meet prior to or after the main meeting.
        -   The main meeting room should contain the
            following:
        o   A reception table outside the meeting room.
        o   Classroom style setup (seating at tables facing
            one direction).
        o   An overhead projector and screen.
        o   A lavaliere microphone.
        o   An easel with marker.
        o   Continental breakfast and refills at meeting
            breaks.
        o   Lunch **shall not** be provided.

2. <u>Interindustry Advisory Group (IAG) Meetings</u>

    -   A block of sleeping rooms must be reserved for the
        expected number of attendees for the evening(s)
        prior to the meeting and the evening(s) the day(s) of
        the meeting.

2.   <u>Interindustry Advisory Group (IAG) Meetings</u> (cont'd.)

- A deadline for reservations must be established (usually a "cut-off" date given by the hotel).
- The block of rooms must be reserved under the meeting name and host(s), <u>i.e.</u> IAG/Company(ies).
- The host(s) must also provide a meeting/conference room.
  - The meeting room should contain the following:

    o   A "U" shape table set-up for IAG Representatives and Secretary usually ten people.

    o   Chairs in the back of room for observers.

    o   An overhead projector and screen.

    o   An easel and marker.

    o   Continental breakfast and refills at meeting breaks.

3.   <u>Task Group meetings</u> are usually conducted by conference call, with member companies sharing the expense of providing conference bridges and ports. The guidelines above can also apply to on-site Task Group meetings.

IILC and IAG meeting agendas use a standardized format as an efficient way to inform IILC participants of specific discussion items for an IILC or IAG meeting or event.

Meeting Agendas

It is the responsibility of the IAG Co-Chairs to establish the agendas for the meeting or events for which they are responsible as set forth in the IILC By-Laws.

At the end of each IILC or IAG meeting, a preliminary agenda should be established for the next meeting consistent with the recommended standard format.

Chairpersons should submit final agendas to the IILC Secretary for inclusion in the pre-meeting package no later than three weeks before the next meeting; these should include specific agenda items submitted after the formulation of the preliminary agenda.

RECOMMENDED STANDARD AGENDA FORMATS FOR IILC AND IAG MEETINGS FOLLOW ON THE NEXT TWO PAGES:

IILC Administrative Procedure 002
Meeting Agendas

RECOMMENDED IILC AGENDA FORMAT

Date and Location

CALL TO ORDER

OPENING REMARKS AND INTRODUCTIONS

CALL FOR NEW ISSUES

SPECIAL PRESENTATION(S)

STATUS OF OTHER INDUSTRY FORA

IAG ADMINISTRATIVE REPORT**

ISSUE SPECIFIC DISCUSSIONS*

Issues at Resolution
Issue Statements in Revision
Active Issue Reports
New Issues to be Introduced
Items for IAG Consideration

NEW BUSINESS

IILC CALENDAR REVIEW

CLOSING REMARKS

ADJOURNMENT

*   Issues presented by Issue Co-Champions; Discussion moderated by IAG
        Co-chairs
**   Presented by IAG Co-chairs

RECOMMENDED IAG AGENDA FORMAT
Date and Location

CALL TO ORDER

OPENING REMARKS AND INTRODUCTION

REVIEW OF IAG AND IILC MEETING MINUTES

TASK GROUP ACTIVITIES

Issues at Resolution
Issue Statements in Revision
Active Issue Reports
Items for IAG/IILC Consideration

IAG ADMINISTRATIVE ACTIVITIES

SPECIAL PRESENTATIONS

NEW BUSINESS

AGENDA FOR NEXT IAG AND IILC MEETINGS

IILC CALENDAR

NEXT MEETING

CLOSING REMARKS

ADJOURNMENT

Meeting Agendas: *Special Presentations*

► Educational/tutorial sessions are encouraged as a regular part of each IILC meeting. These sessions could be conducted by Local Exchange Carriers (LECs) on their tariffed Open Network Architecture (ONA) services, including service demonstrations where feasible, and/or by enhanced service providers or external speaker. The purpose of these presentations is informational and should not be construed as an opportunity to give a sales presentation. Non-LECs may also expect to learn more about ONA service offerings, current ONA related developments and industry issues.

► Regional Bell Operating Companies (RBOCs) and other interested LECs are encouraged to give annual updates on LEC implementation of IILC consensus resolutions to impart what results have been achieved as a result of IILC activity. Such updates may help to facilitate additional IILC participation.

Meeting Agendas: *Additional Considerations*

▶ Holding IILC meetings in different parts of the country allows
participation by non-LECs in various regions. Attending an IILC
meeting engenders confidence that their interests on issues will
be competently represented by their issue co-champion at
meetings they cannot attend and that the IILC consensus
process will address their concerns thoroughly and fairly.

▶ Each IILC meeting may include an informal pre-meeting
introduction by the IAG co-chairs or their designates to welcome
new participants and orient them to the IILC issue identification
and resolution process. The IAG representatives may also
complete a post-meeting personal follow-up to determine to
what extent the new participants' needs were met and reinforce
that their concerns and potential contributions are important.

As part of the orientation, a copy of the IILC Handbook is given
to each new participant.

A pre-meeting package for a forthcoming IILC meeting or event is mailed to the IILC Mailing List at least three weeks in advance of the upcoming meeting. It contains documents essential to informed discussion and provides meeting participants timely and comprehensive information essential for effective participation in the IILC process and associated activities.

Pre-Meeting Package Format

The pre-meeting package can include the following material:

-   Cover Note listing the enclosures and giving the meeting room locations;
-   Meeting Announcement with hotel address and reservation information;
-   Meeting Agenda with issue-specific attachments;
-   Full documentation for issues up for initial consensus;
-   Issue Identification Forms for all active issues;
-   Attachments as needed, such as a Proposed Meeting Calendar for the following year, if relevant;
-   Meeting Announcement for the IILC meeting immediately following the current meeting, giving hotel location and reservation information.

Documents submitted for inclusion in the pre-meeting package will be accumulated by the IILC Secretary and should be submitted to the Secretary no later than three weeks prior to the associated IILC meeting or event. The IILC Secretary is required to disseminate the pre-meeting package as soon as practicable thereafter but no later than two weeks prior to the particular IILC meeting or event.

IILC Administrative Procedure 003
Pre-Meeting Package Format

All documents submitted for initial IILC consensus or adoption at a particular meeting must be included in the pre-meeting package to afford participants ample opportunity to examine and review the issues.

Issue identification, development and final resolution involve an iterative process of company contributions and documentation.

Document Identifiers

Documents associated with active issues are widely circulated, both among participants in the IILC and its committees and within participating companies.

Due to the number of issues under consideration and documents in circulation, the IILC recommends the use of cover sheets as well as a footer on every page of each active document that states whether or not the document represents Task Group consensus and whether it has obtained IILC consensus approval. Clearly indicating the status of each document avoids potential problems in attribution during the IILC process. This method is intended to delineate Task Group working documents from those which have received either Task Group or IILC consensus.

- ▸ Cover sheets for IILC documents in circulation should include the following minimum identifiers:
  - Source (e.g., Task Group, IAG or other entity)
  - Indication of whether "draft" or final report
  - Body to which submitted (e.g., Task Group, IAG or IILC)
  - Issue number
  - Issue name
  - Date of submission/adoption

- ▸ A designation, in the form of a footer statement, should appear at the bottom of the cover sheet and on each page of issue documentation and should address the following two points:
  - Has the document achieved task group consensus?
  - Has the document been adopted by the full IILC?

IILC Administrative Procedure 004
Document Identifiers

RECOMMENDED COVER SHEET FORMATS AND IDENTIFYING
FOOTER STATEMENTS FOLLOW ON THE NEXT FOUR PAGES:

(WORKING DRAFT IDENTIFIER)

THIS DOCUMENT IS A WORKING DRAFT
AND DOES NOT REFLECT A CONSENSUS
OF THE ISSUE (NUMBER) TASK GROUP
OR THE IILC